

Waterloo Park and “Poppy” Conceptual Design

June 3, 2014 - Revised

EXECUTIVE SUMMARY

Waterloo Park has served the community for many years as an outdoor event venue. It has been closed to the public during the construction of the Waller Creek Tunnel and will reopen some time in 2015. The construction of the tunnel has disturbed most of the park and the creation of the pond and the inlet building has removed over two acres of parkland from use. The new design of Waterloo Park is intended to return the park functioning for outdoor entertainment, create a highly functioning accessible park that includes a cantilevered lawn over the pond to recapture a portion of the park what was lost.

Michael Van Valkenburgh Associates (MVVA) teamed with Thomas Phifer and Partners (TPP) will continue their collaboration during the design competition to re-imagine this park reclaiming its role for outdoor events. The event lawn will support approximately 6,000 concert-goers, provide permanent and temporary toilet facilities, make the entire park accessible and provide for fire truck access. The “Poppy” will be the stage and back-of-house support functions. The scope of work for the “Poppy” will include engineering support from structural, mechanical, electrical and plumbing engineers, acoustic, audio visual and lighting consultants as well as theatre design consultants. The design and engineering of the cantilevered lawn will require coordination with the tunnel engineering team who have been provided scope and fees under a different agreement with the City.

In addition to the “poppy” and cantilevered lawn, this scope for Waterloo Park will address the grading of the park as a whole, looking beyond 14th Street Bridge to the north and provide full accessible access throughout the park. In addition, the Conservancy established reduced allowable construction budgets from had been developed during global cost estimating of the entire Design Plan for Waller Creek. The product of this effort is a new design for the park, a new design for the “Poppy” and an updated revised cost estimate plus presentation drawings for communication with PARD and to support the fundraising efforts of the Conservancy.

PERFORMANCE PERIOD: The Services required by this Scope of Work shall be provided from November 2014 through June 2015.

POINTS OF CONTACT :

Project Management:

Benz Resource Group

Project Manager: Susan Benz, benz@benzresourcegroup.com (512-220-9542)

Waller Creek Conservancy:

Interim Executive Director: Gretchen Flatau exec.dir@wallercreek.org (512-541-3520)

Consulting Team (landscape):

MVVA President and CEO: Michael Van Valkenburgh, Michael@mvvainc.com (718-243-2044)

MVVA Project Manager and Point of Contact: Danielle Choi, dchoi@mvvainc.com (718-243-2044)

MVVA Principal: Gullivar Shepard, gshepard@mccainc.com (718-243-2044)

Consulting Team (architecture):

TPP President: Tom Phifer, tom@thomasphifer.com, (212-337-0334)

TPP Project Manager and Point of Contact: Eric Richey, eric@tphifer.com, (212-337-0334)

CONSULTANT TEAM LIST:

The following subconsultants will be part of MVVA's design team and the associated scopes, schedules, deliverables, budget, and fees are included in this proposal. Please See **Exhibit E** for Organization Chart.

- Team Lead, Landscape Architect: Michael Van Valkenburgh Associates, Inc. (MVVA)
- Structural Engineers: HNTB
- Architect: Thomas Phifer and Partners
- Structural Engineers: Guy Nordenson
- MEP Engineers: Altieri Sebor Wieber
- Acoustical, AV, Lighting Consultants: Arup
- Theatre Consultant: Theatre Consultants Collaborative
- Project Management: Benz Resource Group
- Geotechnical Consulting: Brierly
- Cost Consulting: Vermeulens Costs Consultants
- Project Management: Benz Resource Group, Inc.

SCHEDULE

The full team fees have been calculated based on the following schedule, which is shown in greater detail in **Exhibit B, Project Schedule**. In the event that the schedule outlined below is significantly extended at the request of the Client, reviewing agencies, or Contractor delays, the team reserves the right to request additional fees.

November 26, 2013	Notice to Proceed
Dec. 2013 – Mar. 2014	Preliminary Design

March – April 2014 Refinement of the Design
 April 2014 – May 2014 Cost Estimating and Review

FEES AND EXPENSES

Services will be performed on a “not-to-exceed” fee basis, assuming the schedule is not significantly extended beyond June 2014.

The fees are as follows:

<u>Park Conceptual Design</u>	
MVVA	\$131,740
HNTB	\$75,885
BRD & dwg	\$13,000
Vermeulens- cost consulting (75%)	\$19,950
Brierley - geotech	\$24,750
BRG - project management (75%)	\$35,267
Reimbursables - printing travel	\$5,600
Fee/Expense Contingency (75%)	\$43,350
	\$349,542

<u>"Poppy" Conceptual Design</u>	
Thomas Phifer and Partners	\$150,000
Guy Nordenson, structural	\$10,000
Altieri Sebor Wieber -MEPF	\$2,000
Arup - acoustical	\$4,000
Arup - AV	\$2,000
Arup - lighting	\$2,000
TCC - theatre consultant	\$10,000
Vermeulens- cost consulting (25%)	\$6,650
Brierley - geotech	\$26,250
BRG - project management (25%)	\$11,756
Reimbursables - printing travel	\$18,000
Fee/Expense Contingency (25%)	\$14,450
	\$257,106

In addition to the fees and expenses noted above, the Waller Creek Conservancy will be participating in many of the meetings, private development coordination and reporting. The financial impact to the Conservancy is expected to be \$45,000, the costs of which they will bear separately.

MICHAEL
VAN
VALKENBURGH
ASSOCIATES
INC

~~25 October 2013~~
~~01 November 2013~~
06 November 2013

Susan Benz
Benz Resource Group (BRG)
(Delivered via e-mail)

**Re: REVISED Waller Creek Additional Services Request #007
Waterloo Park Performance Venue (“The Poppy”) Conceptual Design**

Dear Susan,

Please find attached a revised additional service request for Conceptual Design of Waterloo Park. We understand that the priority is to establish a high level of confidence in the feasibility and functionality of what we believe can be an iconic performance venue. This work will enable a more detailed technical analysis to be pursued in future phases. Assuming that the design team can begin work in early November, we anticipate completion of this phase by the end of February 2014. After February, it is our hope that we will continue with subsequent phases of design and engineering, and I have attached a list of sub-consultants that MVVA and TPP wish to engage.

Beginning with a 2-week programming exercise, Thomas Phifer & Partners (TPP) and Theater Consultants Collaborative will verify architectural program. In parallel, Michael Van Valkenburgh Associates (MVVA) will evaluate the requirements for event-related activities in the surrounding park landscape. Interaction with the Conservancy and key board members will be important to this work, and the team will rely on conference calls and remote meeting methods (“Go-To Meeting”) to make the most efficient use of resources.

A critical and time-sensitive component of this work for MVVA and HNTB will be continued coordination with the Waller Creek Tunnel. Based on a review of technical memos generated by the JV Team (distributed to MVVA via Basecamp on 10/23/2013), there is a need to advance the engineering of the structured lawn, isolation casings, and MSE walls on the west pond bank. We feel that this work is necessary to capture the opportunities presented by the tunnel project, and to protect the opportunity for the performance structure to be constructed at a later date. HNTB’s work will include drawings brought to 30% engineering in order to guide the JV Team; however, please note that there will not be a full 30% engineering package. Also, the team does not have digital drawings of the Waller Creek Tunnel Project, and will be proceeding with limited survey information until this is received.

After arriving upon a refined architectural program with the WCC, TPP will move into concept design. This work will assess, at a conceptual level, theater systems, structural engineering, and acoustics within the architectural envelope. In parallel, MVVA and HNTB will begin concept design and preliminary engineering for the structured event lawn that is necessary to minimize conflict with the inlet pond vane and MSE wall systems.

By early 2014, the team will have a package ready to support a revised cost estimate, working with Benz Resource Group and Vermeulens to refine the project budget shared via e-mail on 9/25/2013. By late January, TPP will lead the production of presentation renderings to support the WCC’s development efforts.

TPP is currently a consultant to MVVA under the existing Preliminary Services Agreement. This phase of work will continue with this arrangement. Please find below a summary of fees and expenses which are supported by the individual fee proposals (included as separate attachments).

MICHAEL VAN VALKENBURGH ASSOCIATES, INC.

Not-to-Exceed Fees	
Michael Van Valkenburgh Associates (MVVA)	\$131,740
HNTB	\$75,885
Other sub-consultants*	\$13,000
<i>MVVA Team Fees Sub-Total</i>	<i>\$220,625</i>
Estimated Project Reimbursable Expenses	
Printing allowance	\$2,000
Travel (3 person-trips)	\$3,600
<i>Estimated Expenses Sub-Total</i>	<i>\$5,600</i>
Total MVVA Not-To-Exceed Fees and Expenses:	\$226,225

*Includes possible additional work by Big Red Dog and dwg, but some of this scope may be absorbed by remaining tunnel coordination fees

THOMAS PHIFER AND PARTNERS

Not-to-Exceed Fees	
Thomas Phifer and Partners (TPP)	\$150,000
TPP Sub-Consultants	\$30,000
<i>TPP Team Fees sub-total</i>	<i>\$180,000</i>
Estimated Project Reimbursable Expenses	
Printing and courier allowance	\$7,500
Travel to Austin (5 person-trips)	\$10,500
<i>Estimated Expenses Sub-Total</i>	<i>\$18,000</i>
Total TPP Not-To-Exceed Fees and Expenses:	\$198,000

As always, do not hesitate to contact me with any questions. We are thrilled to move forward with design at Waterloo Park and to build a strong foundation for the Conservancy’s future.

Sincerely,

Danielle Choi
Senior Associate

This work is an additional service to the Preliminary Services Agreement signed on January 24, 2013, between the Waller Creek Conservancy and Michael Van Valkenburgh Associates.

We will bill only for time spent using the attached hourly rates. We shall be reimbursed at cost without markup for all out-of-pocket expenses (specified in the enclosed description of additional services), beyond what is already allocated for the original Preliminary Services scope.

If the above meets with your approval, please indicate your acceptance of this agreement by signing below and returning a copy to our office.

Agreed and Accepted:

Michael Van Valkenburgh,
President & CEO, signed for Michael Van Valkenburgh Associates, Inc.

Date

Stephanie Lee McDonald
Executive Director, Waller Creek Conservancy

Date

Encl: Description of Additional Services – MVVA
Consultant List - MVVA
Description of Additional Services – HNTB
Description of Additional Services – TPP
Consultant List - TPP
cc: Michael Van Valkenburgh, MVVA
Gullivar Shepard, MVVA

HOURLY BILL RATES

**MICHAEL VAN VALKENBURGH ASSOCIATES, INC.
LANDSCAPE ARCHITECTS**

Effective 1 January 2013

MICHAEL VAN VALKENBURGH	\$375.00
PRINCIPAL I	\$300.00
PRINCIPAL II	\$250.00
ASSOCIATE PRINCIPAL	\$225.00
SENIOR ASSOCIATE LEVEL I	\$185.00
SENIOR ASSOCIATE LEVEL II	\$170.00
ASSOCIATE	\$145.00
SENIOR PROJECT MANAGER	\$125.00
SENIOR DESIGNER	\$110.00
DESIGNER	\$90.00
JUNIOR DESIGNER	\$80.00
STUDIO ASSISTANT	\$70.00
ADMINISTRATIVE STAFF	\$65.00
INTERN	\$40.00

*Rates are for the calendar year 2013 and are revised each January for the following year.

SCOPE DESCRIPTION

Waterloo Park Performance Venue Conceptual Design

Michael Van Valkenburgh Associates, Inc.

~~10/25/2013~~ - ~~11/1/2013~~ - 11/6/2013

SCOPE DIRECTLY RELATED TO WATERLOO PARK AS PERFORMANCE VENUE: \$76,290

A) Verification of Performance Program and Operations (\$33,290)

Task	Deliverables
Provide alternative concepts for site access related to back-of-house requirements and event set-up operations (i.e. functions related to performers)	Plan diagrams describing site access and vehicle/event staging requirements
Assess concept-level event program operations including ticketing, concessions, information areas, VIP areas, tent areas (i.e. related to park visitors and event audience)	Plan diagrams describing site program operational requirements
Provide iterative support to architectural team for accommodating access and grades directly around the performance venue structure	Plan diagrams describing site access requirements
Participate in amphitheater design discussions to coordinate criteria for sightlines, accessibility, seating design, crowd control, acoustics, etc. and the integration of the amphitheater into the park design	Incorporated into landscape grading and layout plan

B) Earthwork and Access to Performance Facility (\$43,000)

Task	Deliverables
Assessment of existing and proposed grades as related to access for loading and back-of-house operations	Concept landscape grading and layout plan
Identify sites for portable bathrooms	Concept landscape grading and layout plan
Develop universal accessibility plan for proposed park circulation	Concept landscape grading and layout plan
Iterative alternatives for earthwork and other mediating devices between event lawn and other park program	Sketches with earthwork alternatives responding to performance program requirements (maximum 4 iterations). Concept landscape grading and layout plan.

SCOPE RELATED TO TUNNEL COORDINATION AND FUTURE PERFORMANCE PROGRAM \$55,450

C) Concept Design for the Structured Lawn (\$34,750)

Task	Deliverables
Demonstrate compatibility of micro-pile loading and embedment depths in bedrock with MSE wall and pond vane foundations (HNTB)	Revised MSE Wall memo with diagrams (original dated 3/05/2013)
Coordinate with Tunnel Contract's Mechanically Stabilized Earth (MSE) wall designer so that Poppy construction will not impact MSE wall stability (HNTB)	Revised MSE Wall memo with diagrams (original dated 3/05/2013)
Develop structural framing plan for lawn deck (micro-piles at MSE wall and pond vane, cross-beam spanning members, edge beam and walkway, guardrail criteria, develop loading assumptions and protocol) (HNTB)	30% engineering level structural framing plan for lawn deck; isolation casing criteria and approximate locations for coordination with JV Team. Complete 30% engineering package is excluded from this scope.
Assess visual impacts of the underside of structured lawn and views to the lawn from the east bank trail system	Sketch perspectival views (maximum 4); concept-level 3D model of framing to be developed by HNTB.

SCOPE DESCRIPTION

Waterloo Park Performance Venue Conceptual Design

Michael Van Valkenburgh Associates, Inc.

~~10/25/2013-11/1/2013~~ 11/6/2013

D) Tunnel Contract Coordination - Related to Structured Lawn and Poppy (\$20,700)	
Task	Deliverables
Coordinate height and extents of MSE wall both in existing contract and potentially in future contract (HNTB)	Revised MSE Wall memo with diagrams (original dated 3/05/2013)
Explore potential for a through-window at MSE walls for below-grade program (HNTB)	Revised MSE Wall memo with diagrams (original dated 3/05/2013)
Assess accommodation of emergency fire truck access, pond maintenance access, life safety access	Plan diagrams describing site program operational and access requirements, overlaid on site grading plan
Confirm no-impact of functional design aspects of site for tunnel facility and operations	Participation in coordination meetings and calls; production of meeting minutes and memos
Documentation of potential regulatory impacts to existing such as historic preservation, easements, flood plane zones, ACOE permits, zoning ordinances in coordination with COA	Written memo supported by diagrams
Interim grading plan for PWD that also best anticipates the construction access and working (based on available fill quantities)	Concept-level interim grading plan (construction drawings by JV Team)
Coordinate vehicle access needs with surrounding concurrent planning efforts as needed	Participation in coordination meetings and calls with JV Team (anticipated 3 full-team Go-To meetings) and UT/Brackenridge project team; production of meeting minutes and memos

FEE SPREADSHEET

Waterloo Park Performance Venue Conceptual Design

Michael Van Valkenburgh Associates, Inc.

~~10/15/2013~~

~~11/1/2013~~

11/6/2013

FEES				
Title	Staff	Hourly Rate	Hours (15 weeks)	Total
President and CEO	Michael Van Valkenburgh	\$375	36	\$13,500
Principal II	Gullivar Shepard	\$250	132	\$33,000
Associate Principal	Peter Arato	\$225	12	\$2,700
Senior Associate II	Danielle Choi	\$170	286	\$48,620
Senior Project Manager	Katherine Liss	\$125	208	\$26,000
Designer	Evan Blondell	\$90	88	\$7,920
Subtotal MVVA Fees			762	\$131,740
HNTB Engineering (see attached spreadsheet for hourly breakdown)				\$75,885
Other sub-consultants (possible additional work by Big Red Dog and dwg)				\$13,000
MVVA Team Fees				\$220,625

ESTIMATED REIMBURSABLE EXPENSES		
Description	Assumptions	Total
Travel to Austin	3 person-trips at \$1200/trip	\$3,600
Printing allowance	In-house progress prints and meeting materials. Costs for professional large-format prints will be assessed as needed	\$2,000
Subtotal Reimbursables		\$5,600

Total MVVA Not-To-Exceed Budget \$226,225

WALLER CREEK – I2003.00

Michael Van Valkenburgh Associates, Inc.
Design Team Project Directory

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LANDSCAPE ARCHITECTURE

Michael Van Valkenburgh Associates

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LOCAL LANDSCAPE ARCHITECT

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LIGHTING DESIGN

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HNTB

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WALLER CREEK – 12003.00

Michael Van Valkenburgh Associates, Inc.
Design Team Project Directory

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Betsy Ross

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WALLER CREEK – I2003.00

Michael Van Valkenburgh Associates, Inc.
Design Team Project Directory

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James Pole

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Tel: 314.231.9806

HNTB FEE PROPOSAL

WATERLOO PARK PERFORMANCE VENUE CONCEPT DESIGN

PROJECT NO.: 59890-DS-001

DESCRIPTION: Waller Creek

Austin, TX

DESCRIPTION	PERSON HOURS BY CLASSIFICATION															TOTAL HOURS PER TASK	TOTAL DOLLARS PER TASK	
	No. of Sheets	PROJECT MANAGER	TECHNICAL ADVISOR	DEPARTMENT MANAGER - STRUCT	DEPARTMENT MANAGER - GEOTECH	SR. PROJECT ENGINEER - STRUCT	SR. PROJECT ENGINEER - GEOTECH	ENGINEER III/PROJECT ENGINEER - STRUCT	ENGINEER III/PROJECT ENGINEER - GEO	ENGINEER II/MID-LEVEL - STRUCT	ENGINEER II/MID-LEVEL - GEO	ENGINEER I/JUNIOR ENGINEER - STRUCT	GRAPHIC ENGINEER	SENIOR CADD TECHNICIAN	CADD TECHNICIAN			
WATERLOO PARK PERFORMANCE VENUE CONCEPT DESIGN																		
Project Management and Administrative Support		4						2									6	\$ 1,480.00
Project Coordination		2						2									4	\$ 900.00
Conference Calls (Assume 1 per 2wk x 2 staff, 1hrs)			8					8									16	\$ 4,480.00
Meetings (4 @ 2hrs in NYC, 4 @ 4 hrs in Austin)			24														24	\$ 9,600.00
Meeting Minutes																	0	\$ -
Document / Testing Report Review																	0	\$ -
Public Meetings (no attendance NY and VT)																	0	\$ -
Public Mtg / Presentation Support																	0	\$ -
SUBTOTAL:		6	32	0	0	0	0	12	0	0	0	0	0	0	0	0	50	\$ 16,460.00
Coordination:																		
Coordinate height and extents of MSE wall in existing and potentially future contract			2		2			2	2	4	4						16	\$ 3,200.00
Explore through-window at MSE wall for below grade program			2		2			2	2	2	2						12	\$ 2,600.00
Revise MSE Wall Memo (with diagrams)			2					2	2	4	2						12	\$ 2,360.00
Coordination of micropiles with MSE wall (sketch)								1		2	1			2			6	\$ 910.00
Coordination of micropiles with pond vane foundations (sketch)								1		2	1			2			6	\$ 910.00
SUBTOTAL:		0	6	0	4	0	0	8	6	14	10	0	0	4	0	0	52	\$ 9,980.00
Design:																		
Design Criteria - lawn deck, guardrail, etc.		2	2					2		4	2	4					16	\$ 3,000.00
Substructure for lawn deck (micropiles) - design		2	4		2			2	8	4	8	4					34	\$ 6,600.00
Demonstrate compatability of micropile loading and embedment depths in bedrock with MSE wall and pond vane foundations			2		2			2	2	4	8						20	\$ 3,800.00
Verify Poppy construction does not impact MSE wall stability			2		2			2	2	4	8						20	\$ 3,800.00
Revise MSE Wall Memo (with diagrams)			2					2	2	2	2						10	\$ 2,060.00
Strutural framing plan for lawn deck		2	4					16		24		40					86	\$ 12,340.00
SUBTOTAL:		6	16	0	6	0	0	26	14	42	28	48	0	0	0	0	186	\$ 31,600.00
Plan Production:																		
General Plan and Elevation	1	0.5	0.5					1		2		2		4	8		18	\$ 2,405.00
Foundation Layout Plan	1	0.5	0.5					1		2	2			4	8		18	\$ 2,505.00
Micropile detail	1	0.5	0.5					1		2	2			4	8		18	\$ 2,505.00
Framing Plan	1	0.5	0.5					1		2		2		4	8		18	\$ 2,405.00
Member Details	1	0.5	0.5					1		2		2		4	8		18	\$ 2,405.00
SUBTOTAL:	5	3	3	0	0	0	0	5	0	10	4	6	0	20	40	0	90	\$ 12,225.00
Items and Quantities		1						2		4		4					11	\$ 1,610.00
Construction Cost Estimate		1						2		4		4					11	\$ 1,610.00
Construction Schedule																		\$ -
Specifications and Special Provisions																		\$ -
QA/QC (Design Coordination and Management Review)		2			2			4	2	2							12	\$ 2,400.00
SUBTOTAL:	4	0	0	2	0	0	0	8	2	10	0	8	0	0	0	0	34	\$ 5,620.00
TOTAL HOURS:		19	57	0	12	0	0	59	22	76	42	62	0	24	40	0	412	
Billing Rates (per Preliminary Services Agreement)		\$290.00	\$400.00	\$290.00	\$270.00	\$240.00	\$210.00	\$160.00	\$170.00	\$150.00	\$150.00	\$100.00	\$120.00	\$150.00	\$100.00			
TOTAL SALARY COSTS:	1	\$ 5,365.00	\$ 22,600.00	\$ -	\$ 3,240.00	\$ -	\$ -	\$ 9,440.00	\$ 3,740.00	\$ 11,400.00	\$ 6,300.00	\$ 6,200.00	\$ -	\$ 3,600.00	\$ 4,000.00			\$ 75,885.00

Thomas Phifer and Partners
Waterloo Park Amphitheater
Fee Spreadsheet
30 October 2013

	Concept Design Fee
Thomas Phifer and Partners, Architect	\$ 150,000
Guy Nordenson, Structural Engineer	\$ 10,000
Altieri Sebor Wieber, MEPF Engineers	\$ 2,000
Arup, Acoustical Consultant	\$ 4,000
Arup, AV Consultant	\$ 2,000
Theater Consultants Collaborative, Theater Consultant	\$ 10,000
Arup, Lighting Consultant	\$ 2,000
Travel to Austin(5 Trips @ \$2,100)	\$ 10,500
Printing and Courier	\$ 7,500
Fee Total (*/**/**)	\$ 198,000

* Fee total excludes BIM, and LEED. Listed reimbursable expenses are projected and may increase.

** Fee does not include Civil, Landscape Architect, Geotechnical Engineer, Exterior Consultant or Security Consultants which may need to be added at a later date.

*** Per BRG memo dated 10/19 deliverables will consist of a site plan, rendering, material description, and cost estimate (by others). Cost for one final rendering is included in Fee Total for Concept Design.

Programming | 2 Weeks

Review program and provide revisions/adjustments/clarifications as required for approval by Conservancy

Architect
Theater Consultant

Concept Design | 10 Weeks

Develop conceptual design for Waterloo Park Pavilion based on approved program and collaboration with design consultants. Conceptually locate ancillary functions on site plan

Architect
Theater Consultant
Structural Engineer
Acoustical Engineer

Cost Analysis | 2 Weeks

Review design and develop cost/SF based on experience

Architect
Mechanical Engineer
Plumbing Engineer
Electrical Engineer
Fire Protection Engineer
AV Consultant
Lighting Consultant

Cost Estimate | 3 Weeks

Develop cost estimate for Waterloo Park Pavilion based on concept design

Architect
Theater Consultant
Structural Engineer
Acoustical Engineer

Renderings | 2 Weeks

Architect

30 October 2013
Revised: 5 November 2013

Master Consultant List – Waller Creek Project

Architect:
Thomas Phifer and Partners
180 Varick Street
11th Floor
New York, New York 10014
212/337-0334
Contact: Thomas Phifer, FAIA

Structural Engineer:
Guy Nordenson and Associates
225 Varick Street
6th Floor
New York, New York 10014
212/766-9119
Contact: Guy Nordenson

Structural Engineer of Record:
Skidmore, Owings, and Merrill LLP
224 South Michigan Avenue
Chicago, Illinois 60604
312/360-4060
Contact: David Horos

Structural Engineer of Record:
Haynes Whaley Associates
3700 West Sam Houston Parkway South
Suite 100
Houston, Texas 77042
713/868-1591
Contact: Wally Ford

Architects and Designers LLP

180 Varick Street
New York, New York 10014
Telephone 212 337 0334
Telefax 212 337 0603

Structural Engineer of Record:
Architectural Engineers Collaborative
106 East Sixth Street
Suite 450
Austin, Texas 78701
512/472-2111
Contact: G. Charles Naeve

Mechanical Engineer:
Electrical Engineer:
Plumbing Engineer:
Fire Protection Engineer:
Altieri Sebor Wieber LLC
31 Knight Street
Norwalk, CT 06851
203/866-5538
Contact: Andrew Sebor

Commissioning Agent:
Mechanical Engineer:
Shah Smith and Associates
1946 South I35
Suite 305
Austin, Texas 78704
512/851-0404
Contact: Wes Stidham

Theater Consultant:
Theatre Consultants Collaborative, Inc.
6600 Manor Hill Court
Chapel Hill, NC 27516
919/9297443
Contact: Robert Long

Civil Engineer:
Big Red Dog
1021 East 7th Street
Suite 100
Austin, Texas 78702
512/669-5560
Contact: Bradley Lingvai

Acoustical Engineer:
Arup USA Inc.
77 Water Street
New York, New York 10005
212/896-3000
Contact: Alban Bassuet

Audio Visual Consultant:
Arup USA Inc.
77 Water Street
New York, New York 10005
212/896-3000
Contact: Jeff Zink

Lighting Consultant:
Arup USA Inc.
77 Water Street
New York, New York 10005
212/896-3000
Contact: Matt Franks

IT Consultant:
Arup USA Inc.
77 Water Street
New York, New York 10005
212/896-3000
Contact: Chris Tailor

Exterior Cladding Consultant:
Eckersley O'Callaghan and Partners, LLC
137 Varick Street
Suite 406
New York, New York 10013
646/756-4731
Contact: Phillip Khalil

Code Consultant:
Rolf Jensen & Associates, Inc.
8827 West Sam Houston Parkway North
Suite 150
Houston, Texas 77040
281/640-7100

Signage Consultant:
Piscatello Design Centre
330 West 38th Street
Suite 1005
New York, New York 10018
212/502-4734
Contact: Rocco Piscatello

Signage Consultant:
2 x 4
180 Varick Street
New York, New York 10014
212/647-1170
Contact: Michael Rock

Waterproofing Consultant:
Israel Berger and Associates
360 Park Avenue South
15th Floor
New York, New York 10010
212/689-5389
Contact: Thomas Jakab

Waterproofing Consultant:
Henshell & Buccellato
2 Harding Road
Suite 2
Red Bank, New Jersey 07701
732/530-4734
Contact: Justin Henshell

Waterproofing Consultant:
Simpson Gumpertz & Heger
550 Seventh Avenue
10th Floor
New York, New York 10018
212/271-7000
Contact: Vince Cammalleri

Food Service Consultant:
JGL Food Services Consultants
224 Cleveland Lane
Princeton, New Jersey 08540
732/274-1694
Contact: Tracy Lawler

Specifications Consultant:
Construction Specifications, Inc.
22 Tennent Road
P.O. Box 488
Morganville, New Jersey 07751
732/970-0700
Contact: Aaron Pine

Security Consultant:
Arup USA Inc.
77 Water Street
New York, New York 10005
212/896-3000
Contact: Rene Rieder Jr.

Elevator Consultant:
Persohn/Hahn Associates, Inc.
11621 Spring Cypress Road
Suite D
Tomball, Texas 77377
713/467-4440
Contact: John Gilbert

Cost Estimating:
Stuart Lynn
180 Varick Street
New York, New York 10014
212/209-1180
Contact: Breck Perkins

Sustainability Consultant:
Transsolar Inc.
134 Spring Street
Suite 601
New York, New York 10012
212/219-2255
Contact: Erick Olsen

Sustainability Consultant:
Atelier 10
45 East 20th Street
4th Floor
New York, New York 10003
212/254-4500
Contact: Nico Kienzl

Architectural Concrete Consultant:
Reginald D. Hough, FAIA
115 Montgomery Street
Rhinebeck, New York 12572
845/876-1048
Contact: Reginald D. Hough

ADA Consultant:
American Construction Investigations, LTD
602 Sawyer Street
Suite 200
Houston, Texas 77007-7510
713/864-8495
Contact: Jeromy Murphy

AMENDMENT NUMBER ONE TO THE AGREEMENT BETWEEN
WALLER CREEK CONSERVANCY AND
BENZ RESOURCE GROUP, INC.

This document serves to amend the existing Agreement between the parties noted above dated February 25, 2013. The Agreement is amended as follows:

Benz Resource Group, Inc. will continue to provide professional project management services for the project Waterloo Park Performance Venue Conceptual Design with Michael Van Valkenburgh Associates and Thomas Phifer Partners and their consultants. The agreement with MVVA and TPP and their sub consultants are direct to the Waller Creek Conservancy. This Amendment will extend the services with Benz Resource Group and also include Brierley Associates and Vermeulens Cost Consultants. The terms and conditions of the existing agreement remain the same and the fees for this additional scope of work are:

Benz Resource Group:	\$47,023
Brierley Associates:	\$51,000 – budgeted, could increase depending on site conditions
Vermeulens Cost Consultants	<u>\$26,600</u>
	\$124,623

Please see the attached scope descriptions for geotech and cost estimating services.

In addition to the consultants noted above, site surveyors – McGray & McGray Land Surveyors, Inc. and construction auditors - CCM Consulting Group in future scopes of work.

Please sign where indicated below. If you have any questions, please do not hesitate to call.

Stephanie McDonald
Executive Director
Waller Creek Conservancy

Date



Susan Benz
President
Benz Resource Group, Inc.

Nov. 26, 2013
Date

November 11, 2013

Benz Resource Group, Inc.
1101B East 6th Street
Austin, TX 78702

Attention: Susan Benz

Subject: Preliminary Cost Estimate for Geotechnical Investigation (Revision 1)
Waterloo Park Amphitheater at Waller Creek
Austin, Texas

Dear Ms. Benz:

Brierley Associates is pleased to present this revised preliminary cost estimate for the referenced project for Benz Resource Group and the City of Austin (COA). We understand the project will consist of an approximately 10,000 square foot performance pavilion with a lightweight roof structure and include about 5,000 square feet of back of house space. The project will also include various retaining walls along Waller Creek and an assessment of an existing spoils pile adjacent to the site for potential use as backfill material. In preparing this preliminary cost estimate, we have reviewed the information contained in your initial email and subsequent emails as summarized below:

- Letter from Guy Nordenson and Associates (Structural Consultant) to Thomas Phifer and Partners dated October 21, 2013 requesting geotechnical information for the structure and retaining walls. A preliminary site plan and boring location plan was attached to this document;
- Letter from Big Red Dog Engineering Consulting to Michael Van Valkenburgh Associates, Inc. (file no. 250.001, undated) requesting an assessment of the aforementioned spoils pile;
- Two emails, both dated November 7, 2011, containing revised boring location plan, boring depths, and request for recommendations for below grade waterproofing for the west bank of the inlet pond.

Additionally, we discussed the general aspects of the project with Mr. Fred Hubnik of your office and reviewed the existing geotechnical data that was developed for this area of the Waller Tunnel Project. Brierley Associates, particularly the undersigned, has extensive experience in this area of Austin and the Waller Creek Tunnel Project. The undersigned developed and initiated the geotechnical investigation for the Waller Creek Tunnel prior to joining Brierley, and Brierley has a construction phase contract with the contractor performing the work at the tunnel inlet just south of the Amphitheater location. We have observed the deep excavations for the inlet structure and also the tunnel excavation on numerous occasions.

We anticipate that subsurface conditions will consist of a thin layer of alluvium/Upper Colorado River terrace deposits overlying the Austin Chalk Limestone overlying the Eagle Ford Shale. The Austin Chalk has excellent foundation support characteristics while the Eagle Ford Shale has poor characteristics and should be avoided if possible. We concur with the number (8) and general locations of the borings shown on the preliminary site plan (revised by HNTB 11/11/13) for the Amphitheater structure and associated retaining walls. We recommend, and our budget is based on, extending 6 of the 8 borings to an average depth of 25 feet below existing grade. One boring near the middle of the Amphitheater will extend to a depth of 70 feet while one boring currently located in the pond vane will extend to a depth of 50 feet. Both of these deeper borings will extend into the Eagle Ford Shale. Laboratory tests will consist of conventional classification and strength tests. Geotechnical recommendations will be provided for the structural loads (axial and lateral) of the Amphitheater, slab support, and retaining wall support and lateral earth pressures. General recommendations for waterproofing of below grade walls will be provided, but specific design details will be the responsibility of others. We recommend that a budget of \$42,000 be allocated for the scope of work described above for the Amphitheater structure. This budget assumes that the borings will be located in areas that are accessible to a conventional, truck-mounted drilling rig and the borings will be surveyed by others.

The existing spoils stockpile located southwest of the Amphitheater site likely contains a heterogeneous mixture of excavated Austin Chalk and Eagle Ford Shale from construction of the tunnel inlet. We recommend that an assessment of the stockpile be conducted by a series of backhoe pit excavations at about 10 locations. The excavations should be observed and logged by a geo-professional, and bag samples of the predominant materials should be taken for laboratory classification and gradation testing. We recommend that a budget of \$9,000 be allocated for the backhoe pits, lab tests and engineering assessment.

Brierley Associates looks forward to working with you on this project. Please call me at 512-219-1733 if you need anything else to clarify this preliminary cost estimate.

Sincerely,
BRIERLEY ASSOCIATES, LLC

A handwritten signature in black ink, appearing to read "Lewis B. Yates". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Lewis B. Yates, P.E.
Senior Consultant
TBPE Firm Registration Number F-3691

The Poppy

Cost Consulting Services

Prepared for:

Susan Benz
benz@benzresourcegroup.com
512.220.9542

Benz Resource Group
1101 E 6th St., #B
Austin, TX 78702
512.220.9542
www.benzresourcegroup.com

Prepared by:

Blair Tennant, Project Manager
btennant@vermeulens.com
972.789.5161

Marisol Serrao, Associate
mserrao@vermeulens.com
972.789.5161

Vermeulens
14785 Preston Road, Suite 550
Dallas, TX 75254
972.789.5161
www.vermeulens.com

Date: November 5, 2013

REVISED (2) Proposal #: 130338

Introduction

Benz Resource Group and Vermeulens

- we are looking forward to working collaboratively with Benz Resource Group
- we will work closely with your team to ensure a successful project that runs in a smooth and timely manner between design phases
- Vermeulens is your sustainable estimator with all of our management staff LEED accredited professionals.
- large current project lists are a testament that clients like you depend on us for realistic project budgets from the outset to help minimize the loss of program and scope, and costly re-design that can prevent the project from opening on time
- Vermeulens looks forward to working with a passionate, experienced, innovative team of great designers and an owner with a clear vision and quick decision making skills

The Poppy Project Scope

Project Description

- located in Austin, TX
- building type is new construction
- new performance venue

Project Scope

- we will need two stages in our process:
 1. get information together and see where we are heading
 2. put a number on a coherent concept
- at both stages we will track the performance building, the lawn/tunnel, and any other necessary components separately

The Poppy

Cost Estimating Fee Assumptions and Requirements

General

- fees are based on information provided
- our fee will be adjusted for substantial changes in overall scope or budget
- total fee includes meeting time
- invoicing will occur after the kickoff of each design phase by Vermeulens Inc.
- drawings and specifications will be provided electronically and in hard copy

Components / Cost Breakouts

- up to four (4) components
- significantly more components may alter the fees listed below
- components will be estimated together at each design phase

Meetings

- defined as face to face, teleconference, web based conference or video conference
- attendance by one (1) person for a one (1) day meeting per design stage in Austin, TX
- travel expenses and/or video conference charges are included in reimbursable expenses

Fees for The Poppy

Design Milestone	Fee (\$ USD)
Order of Magnitude	9,250
Concept Design	17,350
Total Fee	26,600
Estimated reimbursable expenses at cost - not required	0
Grand Total	26,600

Signed Fee Agreement

Date: November 5, 2013

REVISED (2) Proposal #: 130338

- by signing and returning this page you are accepting the above fees
- invoicing will only be issued for design milestones that are estimated

I hereby accept and approve the fee structure and parameters as outlined in this proposal.

Signature.

Date.
